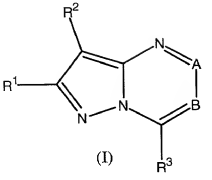
WHAT IS CLAIMED IS:

1. A compound of formula I:



(I)

or a stereoisomer or pharmaceutically accetable salt thereof, wherein:

A equals N or CR^5;

B equals N or CR^4 ,

provided that both A and B can not be N or provided that A can not be CR^5 and B can not be CR^4 to form a pyrazolopyrimidine;

R^1 is independently selected from the group consisting of

H,
halogen,
CN,
C_{1-6} alkyl,
C_{2-10} alkenyl,
C_{2-10} alkynyl,
C_{3-6} cycloalkyl,
C_{1-6} alkyloxy,
C_{1-6} alkylS(O)$_n$,

$-NR^{1a}R^{1B}$ wherein R^{1a} and R^{1b} are independently selected from
H, C_{1-4} alkyl, C_{3-8} cycloalkyl, $-C(O)C_{1-4}$alkyl,
C_{1-6} alkyl$NR^{1a}R^{1b}$,
$NR^{1a}COR^{1b}$,
$-C(O)NR^{1a}R^{1b}$,
$-O-C(O)C_{1-4}$alkyl,

$-XR^{1c}$ wherein R^{1c} is selected from H or $-C_{1-4}$ alkylaryl;
X is selected from 0 or $S(O)_n$,

wherein R^1 is substituted with 0-6 substituents selected from halogen, C_{1-4} alkyl, C_{3-8} cycloalkyl, C_{1-6} alkyloxy, C_{1-4} haloalkyl, C_{1-4} alkylamino, C_{2-8} dialkylamino, C_{1-4} alkylthio, C_{1-4} alkylsulfinyl or C_{1-4} alkylsulfonyl;

R^2 is selected from the group consisting of
H, OR^7, SH, NR^6R^7, $C(OH)R^6R^{6a}$, $C(OR^7)R^6R^{6a}$, $S(O)_nR^{13}$, COR^7, CO_2R^7, $CHR^6(OR^7)R^{6a}$, $OC(O)R^{13}$, NO, NO_2, $NR^6C(O)R^7$, $N(COR^7)_2$, $NR^8CONR^6R^7$, $NR^6CO_2R^7$; or

C_{1-10} alkyl,
C_{2-10} alkenyl,
C_{2-10} alkynyl,
C_{3-8} cycloalkyl,
C_{3-6} cycloalkyl C_{1-6} alkyl,
C_{1-10} alkyloxy,
C_{1-10} alkyloxyC_{1-10} alkyl,
$-SO_2-C_{1-10}$alkyl
$-SO_2R^{2a}$ wherein R^{2a} is aryl,
$-SO_2R^{2b}$ wherein R^{2b} is heteroaryl,
$-NR^{2c}R^{2D}$ wherein R^{2c} and R^{2d} are independently selected from
H, C_{1-8} alkyl, $S(O)_nC_{1-4}$alkyl, $C(O)NR^{2c}R^{2d}$, CO_2C_{1-4}alkyl,
C_{3-8} cycloalkyl, C_{1-6} alkyloxyC_{1-6} alkyl, $-C(O)C_{1-4}$alkyl

or R^{2c} and R^{2d} may join to form a heterocyclic ring having 0-3 heteroatoms selected from O, N or S,

- halogen,
- -CN,
- -C(O)-L wherein L is selected from H, $NR^{2c}R^{2d}$, C_{1-6} alkyl or OC_{1-4} alkyl, $O(CH_2)_mOR$ wherein R is C_{1-3} alkyl, $O(CH_2)_m-NR^{2c}R^{2d}$, OH, $C(O)OC_{1-6}$alkyl or aryl or heteroaryl wherein m is 1-4;
- -OC(O)-M wherein M is selected from C_{1-4} alkyl, C_{1-4} haloalkyl, C_{2-8} alkoxyalkyl, C_{3-6}cycloalkyl, C_{4-12} cycloalkylalkyl, aryl, C_{1-6} alkylaryl, heteroaryl, C_{1-6} alkylheteroaryl;

n is 0, 1 or 2; and wherein

R^2 is substituted with 0-3 substituents independently selected from R', R", R"' ' wherein R', R" and R"' are independently selected from C_{1-6} alkyl, C_{3-7} cycloalkyl, hydroxyC_{1-6} alkyl, C_{1-6} alkyloxyC_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} alkyloxy, hydroxy, or

R^2 is substituted with 0-3 substituents independently selected from:

halogen,

-CN,

$-S(O)_nR^{2e}$ wherein R^{2e} is selected from C_{1-4} alkyl, C_{1-4} haloalkyl, C_{1-4} alkyloxy C_{1-4} alkyl, C_{3-6} cycloalkyl;

$-COR^{2f}$ wherein R^{2f} is selected from H, C_{1-4} alkyl, C_{1-4} haloalkyl, C_{1-4} alkyloxy C_{1-4} alkyl, C_{3-6}

cycloalkyl, and C_{3-6} cycloalkylC_{1-4} alkyl;

$-CO_2R^{2f}$,

$-NR^{2g}COR^{2f}$ wherein R^{2g} is selected from H, C_{1-6} alkyl, C_{3-7} cycloalkyl, C_{3-6} cycloalkyl C_{1-6} alkyl;

$-N(COR^{2f})_2$,

$-NR^{2g}CONR^{2f}R^{2h}$, wherein R^{2h} is selected from H, C_{1-6} alkyl, C_{1-4} haloalkyl, C_{1-4} alkoxy C_{1-4} alkyl, C_{3-6} cycloalkyl and C_{3-6} cycloalkylC_{1-6} alkyl;

$-NR^{2g}CO_2R^{2e}$,

$-CONR^{2g}R^{2h}$,

1-morpholinyl,

1-piperidinyl,

1-piperazinyl,

and

C_{3-8} cycloalkyl wherein 0-1 carbon atoms in the C_{4-8} cycloalkyl is replaced by a group selected from -O-, $-S(O)_n-$, $-NR^{2g}-$, $-NCO_2R^{2e}$, $-NCOR^{2e}$, and $-NSO_2R^{2e}$; and wherein N_4 in 1-piperazinyl is substituted with 0-1 substituents selected from R^{2g}, CO_2R^{2e}, COR^{2e} and SO_2R^{2e}; or

the group R^{2i}, R^{2j}, R^{2k}, C_{1-6} alkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, Br, Cl, F, I, C_{1-4} haloalkyl, $-OR^{2g}$, $-NR^{2g}R^{2h}$, $-C_{1-6}$ alkyl-OR^{2g}, and C_{3-8} cycloalkyl which is substituted with 0-1 R^{2i} and in which 0-1 carbons of C_{4-8} cycloalkyl is replaced by -O-, wherein

R^{2i} is selected from aryl wherein aryl includes phenyl, naphthyl, indanyl and indenyl, each R^{2i} being substituted with 0-1 OR^{2m} and 0-5

substituents independently selected from the group C_{1-6} alkyl, C_{3-6} cycloalkyl, Br, Cl, F, I, C_{1-4} haloalkyl, -CN, nitro, -SH, $-S(O)_nR^{2n}$, $-COR^{2m}$, $-OC(O)R^{2n}$, $-NR^{2g}COR^{2m}$, $-N(COR^{2m})_2$, $-NR^{2g}CONR^{2o}R^{2p}$, $-NR^{2g}CO_2R^{2n}$, $-NR^{2o}R^{2p}$ and $-CONR^{2o}R^{2p}$;

R^{2j} is selected from heteroaryl wherein heteroaryl includes pyridyl, pyrimidinyl, triazinyl, furanyl, quinolinyl, isoquinolinyl, thienyl, imidazolyl, thiazolyl, indolyl, pyrrolyl, oxazolyl, benzofuranyl, benzothienyl, benzothiazolyl, benzoxazolyl, isoxazolyl, pyrazolyl, triazolyl, tetrazolyl, indazolyl, 2,3-dihydrobenzofuranyl, 2,3-dihydrobenzothienyl, 2,3-dihydrobenzothienyl-s-oxide, 2,3-dihydro-benzothienyl-S-dioxide, indolinyl, benzoxazolin-2-onyl, benzodioxolanyl and benzodioxane, each heteroaryl being substituted on 0-4 carbon atoms with a substituent independently selected from the group C_{1-6} alkyl, C_{3-6} cycloalkyl, Br, Cl, F, I, C_{1-4} haloalkyl, -CN, nitro, OR^{2m}, -SH, $-S(O)_nR^{2h}$, $-COR^{2m}$, $-OC(O)R^{2h}$, $-NR^{2g}COR^{2m}$, $-N(COR^{2m})_2$, $-NR^{2g}CONR^{2o}R^{2p}$, $-NR^{2g}CO_2R^{2h}$, $-NR^{2o}R^{2p}$ and $-CONR^{2o}R^{2p}$ and each heteroaryl being substituted on any nitrogen atom with 0-1 substituents selected from the group R^{2g}, CO_2R^{2e}, COR^{2e} and SO_2R^{2e};

R^{2k} is heterocyclyl which is a saturated or partially saturated heteroaryl as defined for R^{2j}, each heterocyclyl being substituted on 0-4 carbon atoms with a substituent independently selected from the group C_{1-6} alkyl, C_{3-6} cycloalkyl, Br, Cl, F, I, C_{1-4} haloalkyl, -CN, nitro, $-OR^{2m}$, -SH, $-S(O)_nR^{2h}$, $-COR^{2m}$, $-OC(O)R^{2h}$, $-NR^{2g}COR^{2m}$, $-N(COR^{2m})_2$, $-NR^{2g}CONR^{2o}R^{2p}$, $NR^{2g}CO_2R^{2h}$, $-NR^{2o}R^{2p}$ and $-CONR^{2o}R^{2p}$ and each heterocyclyl being substituted on any nitrogen atom with

0-1 substituents selected from the group R^{2f}, CO_2R^{2e}, COR^{2e} and SO_2R^{2e};

wherein

R^{2l} is H, C_{1-4} alkyl, C_{3-6} cycloalky-C_{1-4} alkyl and C_{3-8} cycloalkyl;

R^{2m} is H, C_{1-6} alkyl, C_{3-6} cycloalkyl C_{1-6} alkyl, C_{1-2} alkyloxy C_{1-2} alkyl, C_{1-4} haloalkyl, $R^{2q}S(0)_n$-C_{1-4} alkyl and $R^{2r}R^{2s}N$-C_{2-4} alkyl;

R^{2n} is H, C_{1-6} alkyl, C_{3-10} cycloalkyl, C_{3-6} cycloalkyl-C_{1-6} alkyl, C_{1-2} alkyloxy C_{1-2} alkyl, and C_{1-4} haloalkyl;

R^{2o} and R^{2p} are independently selected at each occurrence from H, C_{1-6} alkyl, C_{3-10} cycloalkyl, C_{3-6} cycloalkyl C_{1-6} alkyl and C_{1-4} haloalkyl;

R^{2q} is selected from C_{1-6} alkyl, C_{1-4} haloalkyl, C_{1-4} alkoxy-C_{1-4} alkyl, C_{3-6} cycloalkyl, C_{3-6} cycloalkyl- C_{1-6} alkyl, aryl, aryl(C_{1-4} alkyl), heteroaryl and heteroaryl (C_{1-4} alkyl)- and benzyl, each benzyl being substituted on the aryl moiety with 0-1 substituents selected from the group C_{1-4} alkyl, Br, Cl, F, I, C_{1-4} haloalkyl, nitro, C_{1-4} alkoxy C_{1-4} haloalkoxy, and dimethylamino;

$R^{2r}R^{2s}$ taken together with the N form 1-pyrrolidinyl, 1-morpholinyl, 1-piperidinyl or 1-piperazinyl wherein N_4 in 1-piperiazinyl is substituted with 0-1 substituents selected from the group R^{2t}, CO_2R^{2q}, COR^{2q} and SO_2R^{2q},

R^{2t} is selected from H, C_{1-4} alkyl, C_{1-4} haloalkyl, C_{1-4} alkoxy $-C_{1-4}$ alkyl, C_{3-6} cycloalkyl, C_{3-6} cycloalkyl - C_{1-6} alkyl, aryl, aryl (C_{1-4} alkyl)-, heteroaryl and heteroaryl (C_{1-4} alkyl);

R^3 is selected from an aryl or heteroaryl group attached through an unsaturated carbon atom;

aryl is selected from phenyl, naphthyl, indanyl and indenyl, each aryl being substituted with 0-5 substituents independently selected at each occurrence from C_{1-6} alkyl, C_{3-6} cycloalkyl, methylenedioxy, C_{1-4} alkyloxy-C_{1-4} alkyloxy, $-OR^{2m}$, Br, Cl, F, I, C_{1-4} haloalkyl, $-CN$, $-NO_2$, $-SH$, $-S(O)_nR^{2n}$, $-COR^{2m}$, $-CO_2R^{2m}$, $-OC(O)R^{2n}$, $-NR^{2q}COR^{2m}$, $-N(COR^{2m})_2$, $-NR^{2q}CONR^{2o}R^{2p}$, $-NR^{2q}CO_2R^{2h}$, $-NR^{2o}R^{2p}$ and $CONR^{2o}R^{2p}$;

heteroaryl is selected from the group pyridyl, pyrimidyl, triazinyl, furanyl, quinolinyl, isoquinolinyl, thienyl, imidazolyl, thiazolyl, indolyl, pyrrolyl, oxazolyl, benzofuranyl, benzothienyl, benzothiazolyl, benzoxazolyl, isoxazolyl, triazolyl, tetrazolyl, indazolyl, 2,3-dihydrobenzo-furanyl, 2,3-dihydrobenzothienyl, 2,3-dihydro-benzothienyl-S-oxide, 2,3-dihydrobenzothienyl-s-dioxide, indolinyl, benzoxazolin-2-on-yl, benzodioxolanyl and benzodioxane, each heteroaryl being substituted at 0-4 carbon atoms with a substituent independently selected at each occurrence from the group C_{1-6} alkyl, C_{3-6} cycloalkyl, Br, F, I, C_{1-4} haloalkyl, $-CN$, $NR^{2q}R^{2h}$, nitro, $-OR^{2m}$, $-SH$, $-S(O)_nR^{2n}$, COR^{2m}, $-CO_2R^{2m}$, $-OC(O)R^{2n}$, $-NR^{2q}COR^{2m}$, $-N(COR^{2m})_2$, $-NR^{2q}CONR^{2o}R^{2p}$ and each heteroaryl being substituted at any nitrogen atom with 0-1 substituents selected from the group R^{2q}, CO_2R^{3a}, COR^{3a} and SO_2R^{3a} wherein,

R^{3a} is selected from the group C_{1-6} alkyl, C_{1-4} cycloalkyl-C_{1-6} alkyl and benzyl, each benzyl being substituted on the aryl moiety with 0-1 substituents selected from the group C_{1-4} alkyl, Br, Cl, F, I, C_{1-4} haloalkyl, nitro, C_{1-4} alkoxy, C_{1-4} haloalkoxy, and dimethylamino;

R^4 and R^5 are independently selected at each occurrence from H, Br, Cl, F, I, -CN, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{3-8} cycloalkyl, C_{1-6} alkyloxy, C_{1-6} alkylthio, C_{1-6} alkylsulfinyl, C_{1-6} alkylsulfonyl, amino, C_{1-4} alkylamino, $(C_{1-4}$ alkyl$)_2$ amino and phenyl, each phenyl is substituted with 0-3 groups selected from the group consisting of C_{1-7} alkyl, C_{3-8} cycloalkyl, Br, Cl, F, I, -C(O)H, C_{1-4} haloalkyl, nitro, C_{1-4} alkoxy, C_{1-4} haloalkoxy, C_{1-4} alkylthio, C_{1-4} alkylsulfinyl, C_{1-4} alkylsulfonyl, C_{1-6} alkylamino and $(C_{1-4}$ alkyl$)_2$ amino and wherein R^4 and R^5 non-phenyl groups may be substituted with 0-5 substituents selected from OH, halogen, -C(O)H, $-OC_{1-6}$-alkyl and C_{1-6} haloalkyl, C_{1-6} alkyl, C_{3-7} c-alkyl, C_{1-6} alkyl$(OH)_nCO_2R$ wherein R is H or C_{1-6} alkyl, C_{1-6} alkyl$(OH)_n$,wherein n is 0-3 or R^4 and R^5 may join together to form a C_{3-6} alkylene chain;

R^6, R^{6a} and R^7 are independently selected from: H, C_{1-10} alkyl, C_{3-10} cycloalkyl, C_{3-10} alkenyl, C_{3-10} alkynyl, C_{1-10} haloalkyl, C_{2-8} alkoxyalkyl, C_{4-12} cycloalkylalkyl, C_{5-10} cycloalkenyl, C_{6-14} cycloalkenylalkyl;

R^6, R^{6a} and R^7 are substituted with 0-6 substitutents independently selected from halogen, C_{1-4} alkyl, C_{3-8} cycloalkyl, C_{1-6} alkyloxy or C_{1-4} haloalkyl;

with the proviso that the compounds of Formula I with R^1, R^2, R^3, R^4 and R^5 as specifically defined below are excluded:

(a) a compound of formula I wherein A = CR^5 with R^5 o-hydroxyphenyl, B = N, R^3 = o-hydroxyphenyl, R^1=SMe and R^2 =CN ;

(b) a compound of formula I wherein A=CR^5, R^5=CH_3, B = N, R^1 = Ph, R^2 = Br and R^3 is Ph;

(c) a compound of formula I wherein A= CR^5, R^5 =p-Cl-phenyl, B= N, R^1 = Me, R^2 = H and R^3 = p-CF_3-phenyl;

(d) a compound of formula I wherein A= CR^5, R^5 = phenyl, B= N, R^1 = Me, R^2 = H and R^3 = p-CF_3-phenyl;

(e) a compound of formula I wherein A= CR^5, R^5 = ethyl, B= N, R^1 = Me, R^2 = H and R^3 = N-methyl-piperiazin-N-yl ;

(f) a compound of formula I wherein A=CR^5, R^5 is p-Cl-Ph, R^1=H, R^2=H and R^3 = p-CF_3-Ph ;

(g) a compound of formula I wherein A=CR^5, R^5=p-Cl-Ph, R^1= CH_3, R^2=H, R^3= p-CF_3-Ph ;

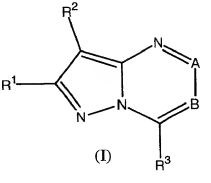
(h) a compound of formula I wherein A=CR^5, R^5=Ph, R^1 = Me, R^2=H, R^3=p-CF_3-Ph ;

(i) a compound of formula I wherein A=CR^5, R^5=Ph, R^1=H, R^2=H, R^3=p-CF_3-Ph ;

(j) a compound of formula I wherein A=CR^5, R^3 = Ph and R^2 is H, Br, CN, CO_2Et or Cl ;

(k) a compound of formula I wherein A=CR^5, R^5 = CH_3, C_2H_5 or Ph, R^1=H, R^2=H and R^3=Ph.

2. A compound of formula I:



(I)

or a stereoisomer or pharmaceutically acceptable salt thereof, wherein:

A equals N or CR^5;

B equals N or CR^4 ;

provided that both A and B cannot be N or provided that A can not be CR^5 and B can not be CR^4 to form a pyrazolopyrimidine; and wherein,

R^1 is independently selected from the group consisting of

H,
halogen,
CN,
C_{1-6} alkyl,

C_{2-10} alkenyl,

C_{2-10} alkynyl,

C_{3-6} cycloalkyl,

C_{1-6} alkyloxy,

C_{1-6} alkylS(O)$_n$,

$-NR^{1a}R^{1B}$ wherein R^{1a} and R^{1b} are independently selected from H, C_{1-4} alkyl, C_{3-8} cycloalkyl, $-C(O)C_{1-4}$alkyl,

C_{1-6} alkyl$NR^{1a}R^{1b}$,

$NR^{1a}COR^{1b}$,

$-C(O)NR^{1a}R^{1b}$,

$-O-C(O)C_{1-4}$alkyl,

$-XR^{1c}$ wherein R^{1c} is selected from H or $-C_{1-4}$ alkylaryl;

X is selected from 0 or S(O)$_n$,

wherein R^1 is substituted with 0-6 substituents selected from halogen, C_{1-4} alkyl, C_{3-8} cycloalkyl, C_{1-6} alkyloxy, C_{1-4} haloalkyl, C_{1-4}alkylamino, C_{2-8}dialkylamino, C_{1-4}alkyloxy, C_{1-4} alkylthio, C_{1-4} alkylsulfinyl or C_{1-4} alkylsulfonyl;

R^2 is selected from the group consisting of OR^7, SH, NR^6R^7, $C(OH)R^6R^{6a}$, $C(OR^7)R^6R^{6a}$, $S(O)_nR^{13}$, COR^7, CO_2R^7, $CHR^6(OR^7)R^{6a}$, $OC(O)R^{13}$, NO, NO_2, $NR^6C(O)R^7$, $N(COR^7)_2$, $NR^8CONR^6R^7$ or $NR^6CO_2R^7$; or R^2 is selected from:

C_{1-10} alkyl,

C_{2-10} alkenyl,

C_{2-10} alkynyl,

C_{3-8} cycloalkyl,

C_{3-6} cycloalkyl C_{1-6} alkyl,

C_{1-10} alkyloxy,

C_{1-10} alkyloxyC_{1-10} alkyl,

$-SO_2-C_{1-10}$alkyl

$-SO_2R^{2a}$ wherein R^{2a} is aryl,

$-SO_2R^{2b}$ wherein R^{2b} is heteroaryl,

$-NR^{2c}R^{2d}$ wherein R^{2c} and R^{2d} are independently selected from H, C_{1-8} alkyl, $S(O)_nC_{1-4}$alkyl, $C(O)NR^{2c}R^{2d}$, CO_2C_{1-4}alkyl, C_{3-8} cycloalkyl, C_{1-6} alkyloxyC_{1-6} alkyl, $-C(O)C_{1-4}$alkyl or R^{2c} and R^{2d} may join to form a heterocyclic ring having 0-3 heteroatoms selected from O, N or S,

$-C(O)-L$ wherein L is selected from H, $NR^{2c}R^{2d}$, C_{1-6} alkyl $O(CH_2)_mOR$ wherein R is C_{1-3} alkyl, $O(CH_2)_m-NR^{2c}R^{2d}$, OH, $C(O)OC_{1-6}$alkyl, or aryl or heteroaryl wherein m is 1-4; or

$-OC(O)-M$ wherein M is selected from C_{1-4} alkyl, C_{1-4} haloalkyl, C_{2-8} alkoxyalkyl, C_{3-6}cycloalkyl, C_{4-12} cycloalkylalkyl, aryl, C_{1-6} alkylaryl, heteroaryl, C_{1-6} alkylheteroaryl;

n is 0, 1 or 2; and wherein

R^2 is substituted with 0-3 substituents independently selected from R', R", R"' wherein R', R" and R"' are independently selected from C_{1-6} alkyl, C_{3-7} cycloalkyl, hydroxyC_{1-6} alkyl, C_{1-6} alkyloxyC_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{1-6} alkyloxy, hydroxy, or

R^2 is substituted with 0-3 substituents independently selected from:

halogen,

-CN,

$-S(O)_nR^{2e}$ wherein R^{2e} is selected from C_{1-4} alkyl, C_{1-4} haloalkyl, C_{1-4} alkyloxy C_{1-4} alkyl, C_{3-6} cycloalkyl;

$-COR^{2f}$ wherein R^{2f} is selected from H, C_{1-4} alkyl, C_{1-4} haloalkyl, C_{1-4} alkyloxy C_{1-4} alkyl, C_{3-6} cycloalkyl, and C_{3-6} cycloalkylC_{1-4} alkyl;

$-CO_2R^{2f}$,

$-NR^{2g}COR^{2f}$ wherein R^{2g} is selected from H, C_{1-6} alkyl, C_{3-7} cycloalkyl, C_{3-6} cycloalkyl C_{1-6} alkyl;

$-N(COR^{2f})_2$,

$-NR^{2g}CONR^{2f}R^{2h}$, wherein R^{2h} is selected from H, C_{1-6} alkyl, C_{1-4} haloalkyl, C_{1-4} alkoxy C_{1-4} alkyl, C_{3-6} cycloalkyl and C_{3-6} cycloalkylC_{1-6} alkyl;

$-NR^{2g}CO_2R^{2e}$,

$-CONR^{2g}R^{2h}$,

1-morpholinyl,

1-piperidinyl,

1-piperazinyl,

and

C_{3-8} cycloalkyl wherein 0-1 carbon atoms in the C_{4-8} cycloalkyl is replaced by a group selected from $-O-$, $-S(O)_n-$, $-NR^{2g}-$, $-NCO_2R^{2e}$, $-NCOR^{2e}$, and $-NSO_2R^{2e}$; and wherein N_4 in 1-piperazinyl is substituted with 0-1 substituents selected from R^{2g}, CO_2R^{2e}, COR^{2e} and SO_2R^{2e}; or

the group R^{2i}, R^{2j}, R^{2k}, C_{1-6} alkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, Br, Cl, F, I, C_{1-4} haloalkyl, $-OR^{2g}$, $-NR^{2g}R^{2h}$, $-C_{1-6}$ alkyl$-OR^{2g}$, and C_{3-8} cycloalkyl which is substituted with 0-1 R^{2i} and in which 0-1 carbons of C_{4-8} cycloalkyl is replaced by $-O-$, wherein

R^{2i} is selected from aryl wherein aryl includes phenyl, naphthyl, indanyl and indenyl, each R^{2i} being substituted with 0-1 OR^{2m} and 0-5 substituents independently selected from the group C_{1-6} alkyl, C_{3-6} cycloalkyl, Br, Cl, F, I, C_{1-4} haloalkyl, -CN, nitro, -SH, $-S(O)_nR^{2n}$, $-COR^{2m}$, $-OC(O)R^{2n}$, $-NR^{2q}COR^{2m}$, $-N(COR^{2m})_2$, $-NR^{2q}CONR^{2o}R^{2p}$, $-NR^{2q}CO_2R^{2n}$, $-NR^{2o}R^{2p}$ and $-CONR^{2o}R^{2p}$;

R^{2j} is selected from heteroaryl wherein heteroaryl includes pyridyl, pyrimidinyl, triazinyl, furanyl, quinolinyl, isoquinolinyl, thienyl, imidazolyl, thiazolyl, indolyl, pyrrolyl, oxazolyl, benzofuranyl, benzothienyl, benzothiazolyl, benzoxazolyl, isoxazolyl, pyrazolyl, triazolyl, tetrazolyl, indazolyl, 2,3-dihydrobenzofuranyl, 2,3-dihydrobenzothienyl, 2,3-dihydrobenzothienyl-s-oxide, 2,3-dihydro-benzothienyl-S-dioxide, indolinyl, benzoxazolin-2-onyl, benzodioxolanyl and benzodioxane, each heteroaryl being substituted on 0-4 carbon atoms with a substituent independently selected from the group C_{1-6} alkyl, C_{3-6} cycloalkyl, Br, Cl, F, I, C_{1-4} haloalkyl, -CN, nitro, OR^{2m}, -SH, $-S(O)_nR^{2h}$, $-COR^{2m}$, $-OC(O)R^{2h}$, $-NR^{2q}COR^{2m}$, $-N(COR^{2m})_2$, $-NR^{2q}CONR^{2o}R^{2p}$, $-NR^{2q}CO_2R^{2h}$, $-NR^{2o}R^{2p}$ and $-CONR^{2o}R^{2p}$ and each heteroaryl being substituted on any nitrogen atom with 0-1 substituents selected from the group R^{2q}, CO_2R^{2e}, COR^{2e} and SO_2R^{2e};

R^{2k} is heterocyclyl which is a saturated or partially saturated heteroaryl as defined for R^{2j}, each heterocyclyl being substituted on 0-4 carbon atoms with a substituent independently selected from the group C_{1-6} alkyl, C_{3-6} cycloalkyl, Br, Cl, F, I, C_{1-4} haloalkyl, -CN, nitro, $-OR^{2m}$,

$-SH$, $-S(O)_nR^{2h}$, $-COR^{2m}$, $-OC(O)R^{2h}$, $-NR^{2q}COR^{2m}$, $-N(COR^{2m})_2$, $-NR^{2q}CONR^{2o}R^{2p}$, $NR^{2q}CO_2R^{2h}$, $-NR^{2o}R^{2p}$ and $-CONR^{2o}R^{2p}$ and each heterocyclyl being substituted on any nitrogen atom with 0-1 substituents selected from the group R^{2f}, CO_2R^{2e}, COR^{2e} and SO_2R^{2e};

wherein

R^{21} is H, C_{1-4} alkyl, C_{3-6} cycloalky-C_{1-4} alkyl and C_{3-8} cycloalkyl;

R^{2m} is H, C_{1-6} alkyl, C_{3-6} cycloalkyl C_{1-6} alkyl, C_{1-2} alkyloxy C_{1-2} alkyl, C_{1-4} haloalkyl, $R^{2q}S(0)_n$-C_{1-4} alkyl and $R^{2r}R^{2s}N$-C_{2-4} alkyl;

R^{2n} is H, C_{1-6} alkyl, C_{3-10} cycloalkyl, C_{3-6} cycloalkyl-C_{1-6} alkyl, C_{1-2} alkyloxy C_{1-2} alkyl, and C_{1-4} haloalkyl;

R^{2o} and R^{2p} are independently selected at each occurrence from H, C_{1-6} alkyl, C_{3-10} cycloalkyl, C_{3-6} cycloalkyl C_{1-6} alkyl and C_{1-4} haloalkyl;

R^{2q} is selected from C_{1-6} alkyl, C_{1-4} haloalkyl, C_{1-4} alkoxy-C_{1-4} alkyl, C_{3-6} cycloalkyl, C_{3-6} cycloalkyl- C_{1-6} alkyl, aryl, aryl(C_{1-4} alkyl), heteroaryl and heteroaryl (C_{1-4} alkyl)- and benzyl, each benzyl being substituted on the aryl moiety with 0-1 substituents selected from the group C_{1-4} alkyl, Br, Cl, F, I, C_{1-4} haloalkyl, nitro, C_{1-4} alkoxy C_{1-4} haloalkoxy, and dimethylamino;

$R^{2r}R^{2s}$ taken together with the N form 1-pyrrolidinyl, 1-morpholinyl, 1-piperidinyl or 1-piperazinyl wherein N_4 in

1-piperiazinyl is substituted with 0-1 substituents selected from the group R^{2t}, CO_2R^{2q}, COR^{2q} and SO_2R^{2q};

R^{2t} is selected from H, C_{1-4} alkyl, C_{1-4} haloalkyl, C_{1-4} alkoxy $-C_{1-4}$ alkyl, C_{3-6} cycloalkyl, C_{3-6} cycloalkyl - C_{1-6} alkyl, aryl, aryl (C_{1-4} alkyl)-, heteroaryl and heteroaryl (C_{1-4} alkyl);

R^3 is selected from an aryl or heteroaryl group attached through an unsaturated carbon atom;

aryl is selected from phenyl, naphthyl, indanyl and indenyl, each aryl being substituted with 0-5 substituents independently selected at each occurrence from C_{1-6} alkyl, C_{3-6} cycloalkyl, methylenedioxy, C_{1-4} alkyloxy-C_{1-4} alkyloxy, $-OR^{2m}$, Br, Cl, F, I, C_{1-4} haloalkyl, -CN, $-NO_2$, -SH, $-S(O)_nR^{2n}$, $-COR^{2m}$, $-CO_2R^{2n}$, $-OC(O)R^{2n}$, $-NR^{2q}COR^{2m}$, $-N(COR^{2m})_2$, $-NR^{2q}CONR^{2o}R^{2p}$, $-NR^{2q}CO_2R^{2h}$, $-NR^{2o}R^{2p}$ and $CONR^{2o}R^{2p}$;

heteroaryl is selected from the group pyridyl, pyrimidyl, triazinyl, furanyl, quinolinyl, isoquinolinyl, thienyl, imidazolyl, thiazolyl, indolyl, pyrrolyl, oxazolyl, benzofuranyl, benzothienyl, benzothiazolyl, benzoxazolyl, isoxazolyl, triazolyl, tetrazolyl, indazolyl, 2,3-dihydrobenzo-furanyl, 2,3-dihydrobenzothienyl, 2,3-dihydro-benzothienyl-S-oxide, 2,3-dihydrobenzothienyl-s-dioxide, indolinyl, benzoxazolin-2-on-yl, benzodioxolanyl and benzodioxane, each heteroaryl being substituted at 0-4 carbon atoms with a substituent independently selected at each occurrence from the group C_{1-6} alkyl, C_{3-6} cycloalkyl, Br, F, I, C_{1-4} haloalkyl, -CN, $NR^{2g}R^{2h}$, nitro, $-OR^{2m}$, -SH, $-S(O)_nR^{2n}$, COR^{2m}, $-CO_2R^{2m}$, $-OC(O)R^{2n}$, $-NR^{2g}COR^{2m}$, -

$N(COR^{2m})_2$, $-NR^{2g}CONR^{2o}R^{2p}$ and each heteroaryl being substituted at any nitrogen atom with 0-1 substituents selected from the group R^{2g}, CO_2R^{3a}, COR^{3a} and SO_2R^{3a} wherein,

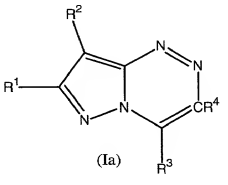
R^{3a} is selected from the group C_{1-6} alkyl, C_{1-4} cycloalkyl-C_{1-6} alkyl and benzyl, each benzyl being substituted on the aryl moiety with 0-1 substituents selected from the group C_{1-4} alkyl, Br, Cl, F, I, C_{1-4} haloalkyl, nitro, C_{1-4} alkoxy, C_{1-4} haloalkoxy, and dimethylamino;

R^4 and R^5 are independently selected at each occurrence from H, Br, Cl, F, I, -CN, C_{1-6} alkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{3-8} cycloalkyl, C_{1-6} alkyloxy, C_{1-6} alkylthio, C_{1-6} alkylsulfinyl, C_{1-6} alkylsulfonyl, amino, C_{1-4} alkylamino, $(C_{1-4}$ alkyl$)_2$ amino and phenyl, each phenyl is substituted with 0-3 groups selected from the group consisting of C_{1-7} alkyl, C_{3-8} cycloalkyl, Br, Cl, F, I, -C(O)H, C_{1-4} haloalkyl, nitro, C_{1-4} alkoxy, C_{1-4} haloalkoxy, C_{1-4} alkylthio, C_{1-4} alkylsulfinyl, C_{1-4} alkylsulfonyl, C_{1-6} alkylamino and $(C_{1-4}$ alkyl$)_2$ amino and wherein R^4 and R^5 non-phenyl groups may be substituted with 0-5 substituents selected from OH, halogen, -C(O)H, $-OC_{1-6}$-alkyl and C_{1-6} haloalkyl, C_{1-6} alkyl, C_{3-7} c-alkyl, C_{1-6} alkyl$(OH)_nCO_2R$ wherein R is H or C_{1-6} alkyl, C_{1-6} alkyl$(OH)_n$,wherein n is 0-3 or R^4 and R^5 may join together to form a C_{3-6} alkylene chain;

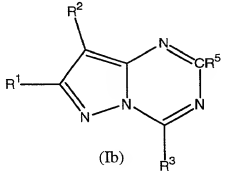
R^6, R^{6a} and R^7 are independently selected from: H, C_{1-10} alkyl, C_{3-10} cycloalkyl, C_{3-10} alkenyl, C_{3-10} alkynyl, C_{1-10} haloalkyl, C_{2-8} alkoxyalkyl, C_{4-12} cycloalkylalkyl, C_{5-10} cycloalkenyl, C_{6-14} cycloalkenylalkyl;

R^6, R^{6a} and R^7 are substituted with 0-6 substituents independently selected from halogen, C_{1-4} alkyl, C_{3-8} cycloalkyl, C_{1-6} alkyloxy, C_{1-4} haloalkyl.

3. A compound of formula (Ia) or (Ib)



(Ia)



(Ib)

wherein R^1-R^5 are as defined in Claims 1 or 2.

4. The compound according to Claim 1, 2 or 3 wherein

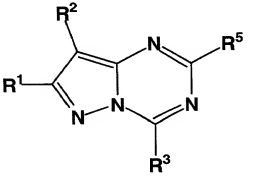
R^1 is selected from C_{1-6} alkyl, C_{3-6} cycloalkyl, C_{1-6} alkoxy, C_{1-6} alkylthio, $-XR^{3c}$ wherein R^1 is substituted with 0-6 substituents selected from halogen, C_{1-4} alkyl or C_{1-4} haloalkyl;

R^2 is selected from C_{1-10} alkyl, C_{2-10} alkenyl, C_{2-10} alkynyl, C_{3-8} cycloalkyl, C_{3-6} cycloalkyl C_{1-6} alkyl, and $-NR^{2c}R^{2d}$ wherein R^2 is unsubstituted or substituted with 1-3 substitutents independently selected from the group R^{2i}, R^{2j}, R^{2k}, C_{1-6} alkyl, C_{2-8} alkenyl, C_{2-8} alkynyl, Br, Cl, F, I, C_{1-4} haloalkyl, $-OR^{2e}$, $-NR^{2q}R^{2h}$, $-C_{1-6}$ alkyl-OR^{2g}, and C_{3-8} cycloalkyl which is substituted with 0-1 R^{2i} and in wich 0-1 carbons of C_{4-8} cycloalkyl is replaced by -O-.

5. The compound according to Claims 1, 2, 3 or 4 wherein R^3 is selected from an aryl group selected from phenyl or substituted versions thereof or a heteroaryl group selected from pyridyl or substituted versions thereof.

6. The compounds according to Claims 1,2,3,4 or 5 wherein R^3 is substituted with 0-4 substituents independently selected from halogen, C_{1-4} alkyloxy, C_{1-6} alkyl or NR'R" wherein R' and R" are independently selected from H or C_{1-6} alkyl.

7. A compound of formula (Ia)



(Ia)

or a pharmaceutically acceptable salt thereof, wherein

R^1 is independently selected at each occurrence from H, C_1-C_4 alkyl, C_2-C_4 alkenyl, C_2-C_4 alkynyl, halo, CN, C_1-C_4 haloalkyl, C_1-C_{12} hydroxyalkyl, C_2-C_{12} alkoxyalkyl, C_2-C_{10} cyanoalkyl, C_3-C_6 cycloalkyl, C_4-C_{10} cycloalkylalkyl, NR^9R^{10}, C_1-C_4 alkyl-NR^9R^{10}, NR^9COR^{10}, OR^{11}, SH or $S(O)_nR^{12}$;

R^2 is selected from:

-H, OR^7, SH, $S(O)_nR^{13}$, COR^7, CO_2R^7, $CHR^6(OR^7)R^{6a}$ $OC(O)R^{13}$, $CH(OH)R^6$, $C(OH)R^6R^{6a}$, $C(OR^7)R^6R^{6a}$, NO, NO_2, NR^6COR^7, $N(COR^7)_2$, $NR^8CONR^6R^7$, $NR^6CO_2R^7$, NR^6R^7, $NR^6S(O)_2R^7$, $N(S(O)_2R^7)_2$, $N(OR^7)R^6$, $CONR^6R^7$;

or

-C_1-C_{10} alkyl, C_2-C_{10} alkenyl, C_2-C_{10} alkynyl, C_3-C_8 cycloalkyl, C_5-C_8 cycloalkenyl, C_4-C_{12} cycloalkylalkyl or C_6-C_{10} cycloalkenylalkyl, each optionally substituted with 1 to 3 substituents independently selected at each occurrence from C_1-C_6 alkyl, C_3-C_6 cycloalkyl, halo, C_1-C_4 haloalkyl, cyano, OR^{15}, SH, $S(O)_nR^{13}$, COR^{15}, CO_2R^{15}, $OC(O)R^{13}$, NR^8COR^{15}, $N(COR^{15})_2$, $NR^8CONR^{16}R^{15}$, $NR^8CO_2R^{13}$, $NR^{16}R^{15}$, $CONR^{16}R^{15}$;

R^3 is selected from phenyl, naphthyl, pyridyl, pyrimidinyl, triazinyl, furanyl, thienyl, benzothienyl, benzofuranyl, 2,3-dihydrobenzofuranyl, 2,3-dihydrobenzothienyl, indanyl, 1,2-benzopyranyl, 3,4-dihydro-1,2-benzopyranyl, tetralinyl, each R^3 optionally substituted with 1 to 5 substituents and each Ar is attached via an unsaturated carbon atom wherein the substituents are independently selected at each occurrence from: C_1-C_{10} alkyl, C_2-C_{10} alkenyl, C_2-C_{10} alkynyl, C_3-C_6 cycloalkyl, C_4-C_{12} cycloalkylalkyl, NO_2, halo, CN, C_1-C_4 haloalkyl, NR^6R^7, NR^8COR^7, $NR^8CO_2R^7$, COR^7, OR^7, $CONR^6R^7$, $CO(NOR^9)R^7$, CO_2R^7, or $S(O)_nR^7$, where each such C_1-C_{10} alkyl, C_2-C_{10} alkenyl, C_2-C_{10} alkynyl, C_3-C_6 cycloalkyl and C_4-C_{12} cycloalkylalkyl are optionally substituted with 1 to 3 substituents independently selected at each occurrence from C_1-

C_4 alkyl, NO_2, halo, CN, NR^6R^7, NR^6COR^7, $NR^7CO_2R^7$, COR^7 OR^7, $CONR^6R^7$, CO_2R^7, $CO(NOR^9)R^7$, or $S(O)_nR^7$;

R^5 is selected from H, C_1-C_4 alkyl, C_2-C_4 alkenyl, C_2-C_4 alkynyl, C_3-C_6 cycloalkyl, C_4-C_{10} cycloalkylalkyl, each optionally substituted with 1 to 3 substituents independently selected at each occurrence from C_1-C_6 alkyl, C_3-C_6 cycloalkyl; halo, C_1-C_4 haloalkyl, cyano, OR^{15}, SH, $S(O)_nR^{13}$, COR^{15}, CO_2R^{15}, $OC(O)R^{13}$, NR^8COR^{15}, $N(COR^{15})_2$, $NR^8CONR^{16}R^{15}$, $NR^8CO_2R^{13}$, $NR^{16}R^{15}$, $CONR^{16}R^{15}$, aryl, heteroaryl and heterocyclyl; or
halo, CN, $-NR^6R^7$, NR^9COR^{10}, $-NR^6S(O)_nR^7$, $S(O)_nNR^6R^7$, C_1-C_4 haloalkyl, $-OR^7$, SH or $-S(O)_nR^{12}$;

R^6, R^{6a} and R^7 are independently selected at each occurrence from:
-H,
-C_1-C_{10} alkyl, C_3-C_{10} alkenyl, C_3-C_{10} alkynyl, C_1-C_{10} haloalkyl with 1-10 halogens, C_2-C_8 alkoxyalkyl, C_3-C_6 cycloalkyl, C_4-C_{12} cycloalkylalkyl, C_5-C_{10} cycloalkenyl, or C_6-C_{14} cycloalkenylalkyl, each optionally substituted with 1 to 3 substituents independently selected at each occurrence from C_1-C_6 alkyl, C_3-C_6 cycloalkyl, halo, C_1-C_4 haloalkyl, cyano, OR^{15}, SH, $S(O)_nR^{13}$, COR^{15}, CO_2R^{15}, $OC(O)R^{13}$, NR^8COR^{15}, $N(COR^{15})_2$, $NR^8CONR^{16}R^{15}$, $NR^8CO_2R^{13}$, $NR^{16}R^{15}$, $CONR^{16}R^{15}$, aryl, heteroaryl or heterocyclyl,
-aryl, aryl(C_1-C_4 alkyl), heteroaryl, heteroaryl(C_1-C_4 alkyl), heterocyclyl or heterocyclyl(C_1-C_4 alkyl);

alternatively, NR^6R^7 and $NR^{6a}R^{7a}$ are independently piperidine, pyrrolidine, piperazine, N-methylpiperazine, morpholine or thiomorpholine, each optionally substituted with 1-3 C_1-C_4 alkyl groups;

R^8 is independently selected at each occurrence from H or C_1-C_4 alkyl;

R^9 and R^{10} are independently selected at each occurrence from H, C_1-C_4 alkyl, or C_3-C_6 cycloalkyl;

R^{11} is selected from H, C_1-C_4 alkyl, C_1-C_4 haloalkyl, or C_3-C_6 cycloalkyl;

R^{12} is C_1-C_4 alkyl or C_1-C_4 haloalkyl;

R^{13} is selected from C_1-C_4 alkyl, C_1-C_4 haloalkyl, C_2-C_8 alkoxyalkyl, C_3-C_6 cycloalkyl, C_4-C_{12} cycloalkylalkyl, aryl, aryl(C_1-C_4 alkyl)-, heteroaryl or heteroaryl(C_1-C_4 alkyl)-;

R^{15} and R^{16} are independently selected at each occurrence from H, C_1-C_6 alkyl, C_3-C_{10} cycloalkyl, C_4-C_{16} cycloalkylalkyl, except that for $S(O)_nR^{15}$, R^{15} cannot be H;

aryl is phenyl or naphthyl, each optionally substituted with 1 to 5 substituents independently selected at each occurrence from C_1-C_6 alkyl, C_3-C_6 cycloalkyl, halo, C_1-C_4 haloalkyl, cyano, OR^{15}, SH, $S(O)_nR^{15}$, COR^{15}, CO_2R^{15}, $OC(O)R^{15}$, NR^8COR^{15}, $N(COR^{15})_2$, $NR^8CONR^{16}R^{15}$, $NR^8CO_2R^{15}$, $NR^{16}R^{15}$, and $CONR^{16}R^{15}$;

heteroaryl is pyridyl, pyrimidinyl, triazinyl, furanyl, pyranyl, quinolinyl, isoquinolinyl, thienyl, imidazolyl, thiazolyl, indolyl, pyrrolyl,

oxazolyl, benzofuranyl, benzothienyl, benzothiazolyl, isoxazolyl, pyrazolyl, 2,3-dihydrobenzothienyl or 2,3-dihydrobenzofuranyl, each being optionally substituted with 1 to 5 substituents independently selected at each occurrence from C_1-C_6 alkyl, C_3-C_6 cycloalkyl, halo, C_1-C_4 haloalkyl, cyano, OR^{15}, SH, $S(O)_nR^{15}$, $-COR^{15}$, CO_2R^{15}, $OC(O)R^{15}$, NR^8COR^{15}, $N(COR^{15})_2$, $NR^8CONR^{16}R^{15}$, $NR^8CO_2R^{15}$, $NR^{16}R^{15}$, and $CONR^{16}R^{15}$;

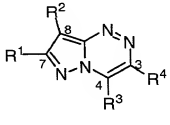
heterocyclyl is saturated or partially saturated heteroaryl, optionally substituted with 1 to 5 substituents independently selected at each occurrence from C_1-C_6 alkyl, C_3-C_6 cycloalkyl, halo, C_1-C_4 haloalkyl, cyano, OR^{15}, SH, $S(O)_nR^{15}$, COR^{15}, CO_2R^{15}, $OC(O)R^{15}$, NR^8COR^{15}, $N(COR^{15})_2$, $NR^8CONR^{16}R^{15}$, $NR^8CO_2R^{15}$, $NR^{15}R^{16}$, and $CONR^{16}R^{15}$;

n is independently at each occurrence 0, 1 or 2.

8. The compound according to Claims 1-7 wherein R^2 is selected from 3-pentyl, NEt_2, butyl, $NHCH(CH_2OMe)_2$, $NHCH(CH_2OEt)_2$, $NHCH(Et)CH_2OMe$, NH-3-heptyl, NH-3-pentyl, NH-2-butyl, NH-3-hexyl, $NHCH(CH_2Ph)CH_2OMe$, $NHCH(Et)CH_2CH_2OMe$, NH-cyclobutyl, NH-cyclopentyl, NEtPr, NEtBu, NMePr, NMePh, Npr_2, $NPr(CH_2\text{-}c\text{-}C_3H_5)$, $N(CH_2CH_2OMe)_2$, morpholino, $N(CH_2Ph)CH_2CH_2OMe$, $N(Me)CH_2CH_2OMe$, $N(Et)CH_2CH_2OMe$, $N(CH_2\text{-}c\text{-}C_3H_5)CH_2CH_2OMe$, $N(CH_2\text{-}c\text{-}C_3H_5)Pr$, $N(CH_2\text{-}c\text{-}C_3H_5)Et$, OEt, $OCH(Et)CH_2OMe$, $OCH(Et)CH_2CH_2OMe$, $OCH(Me)CH_2CH_2OMe$, O-3-pentyl, O-2-pentyl, S-3-pentyl, S-2-pentyl, SEt, S(O)Et, SO_2Et, S-3-pentyl, S(O)-3-pentyl, SO_2-3-pentyl, S-2-pentyl, S(O)-2-pentyl, SO_2-2-pentyl, $CH(CO_2Et)_2$, $C(Et)(CO_2Et)_2$,

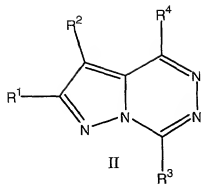
$CH(Et)CH_2OH$, $CH(Et)CH_2OMe$, $CH(Et)CH_2CH_2OMe$, $CONMe_2$, $COCH_3$, COEt, COPr, CO-2-pentyl, CO-3-pentyl, $CH(OH)CH_3$, $C(OH)Me_2$, C(OH)Ph-3-pyridyl, $CH(OMe)CH_3$, CH(OMe)Et, CH(OMe)Pr, $CH(OEt)CH_3$, $CH(OPr)CH_3$, 2-pentyl, 2-butyl, cyclobutyl, cyclopentyl, CH(Me)cyclobutyl, CH(OMe)cyclobutyl, CH(OH)cyclobutyl, CH(Me)cyclopropyl, CH(OMe)cyclopropyl, CH(OH)cyclopropyl, CH(Et)cyclobutyl, CH(Et)cyclopropyl, CH(OMe)cyclobutyl, CH(OMe)cyclopropyl, CH(OEt)cyclobutyl, CH(OEt)cyclopropyl, $CH(Me)CH_2$-cyclobutyl, $CH(OMe)CH_2$-cyclobutyl, $CH(OH)CH_2$-cyclobutyl, $CH(Me)CH_2$-cyclopropyl, $CH(OMe)CH_2$-cyclopropyl, $CH(OH)CH_2$-cyclopropyl, $CH(Et)CH_2$-cyclobutyl, $CH(Et)CH_2$-cyclopropyl, $CH(OMe)CH_2$-cyclobutyl, $CH(OMe)CH_2$-cyclopropyl, $CH(OEt)CH_2$-cyclobutyl, $CH(OEt)CH_2$-cyclopropyl, $CH(CH_2OMe)$cyclobutyl, $CH(CH_2OMe)$cyclopropyl, $CH(CH_2OEt)$cyclobutyl, $CH(CH_2OEt)$cyclopropyl, $CH(cyclobutyl)_2$, $CH(cyclopropyl)_2$, $CH(Et)CH_2CONMe_2$, $CH(Et)CH_2CH_2NMe_2$, $CH(CH_2OMe)Me$, $CH(CH_2OMe)Et$, $CH(CH_2OMe)Pr$, $CH(CH_2OEt)Me$, $CH(CH_2OEt)Et$, $CH(CH_2OEt)Pr$, $CH(CH_2C{\equiv}CMe)Et$, $CH(CH_2C{\equiv}CMe)Et$.

9. A compound of formula Ib



having R^1-R^4 as defined in Claims 1-8.

10. A compound of formula II



II

or a pharmaceutically acceptable salt or isomer thereof wherein R^1-R^4 are as defined in any of claims 1-8.

11. Use of a compound according to Claims 1-10 in therapy.

12. Use of a compound according to Claims 1-10 to antagonize a CRF-1 receptor in mammals including humans wherein binding to the receptor causes and ultimately results in the treatment of affective disorder, anxiety, depression, headache, irritable bowel syndrome, post-traumatic stress disorder, supranuclear palsy, immune suppression, Alzheimer's disease, gastrointestinal diseases, anorexia nervosa or other feeding disorder, drug addiction, drug or alcohol withdrawal symptoms, inflammatory diseases, cardiovascular or heart-related diseases, fertility problems, human immunodeficiency virus infections, hemorrhagic stress, obesity, infertility, head and spinal cord traumas, epilepsy, stroke, ulcers, amyotrophic lateral sclerosis, hypoglycemia or a disorder the treatment of which can be effected or facilitated by antagonizing CRF, including but not limited to disorders induced or facilitated by CRF, in mammals comprising administering to the mammal a therapeutically effective amount of a compound according

to Claims 1-10 with the proviso that, in the case of compounds of Claim 1, the provisos are not present.

13. A pharmaceutical composition comprising a compound according to Claims 1-10 and a pharmaceutically acceptable carrier.